

TR Register Car Club Administration Policy

The TR Owners Club Ltd will be governed under the Model Articles For Private Companies limited By Guarantee as issued by Companies House from time to time. The Registered office will be in the United Kingdom.

This Policy defines the additional specific terms under which the TR Register Car Club will be managed. These terms have been developed over many years as the club evolved.

MANAGEMENT TEAM

1. Chairing of Management Team meetings

- (1) Subject to 1(3) below, The Club Chairman or Chairman of the meeting shall chair the Management Team meetings and shall have a vote at the meeting. In the case of a tied vote the Chairman's vote shall be considered the casting vote.
- (2) The quorum for Management Team meetings may be fixed from time to time by a decision of the Management Team but it must never be less than five and unless otherwise fixed it is five.
- (4) At a Management Team meeting, unless a quorum is participating, no proposal is to be voted on except a proposal to call another meeting.
- (5) Management Team meetings may be held virtually or at a venue chosen by the Chairman.
- (6) If the Club Chairman is not participating in a Management Team meeting within ten minutes of the time at which it was to start, the participating Management Team members must appoint the Chairman of the meeting from amongst themselves. This would normally be the Vice-Chairman.

2. Methods of appointing Management Team members

Subject to the following clauses, any Member who is willing to act as a Management Team member, and who has achieved the age of 18, may be appointed to be a Management Team member.

- (1) All Management Team members shall be elected by vote at the Annual Members Meeting (AMM) and shall be eligible for re-election at the following AMM. In the event of only one nomination being received for any position a vote of the members must still be taken. All Management Team members of the Club shall hold their office until the end of the following year's AMM.
- (2) The period of notice for nominations for the election of Management Team members shall be 30 days from the date of receipt of nomination to expire on the day before the AMM. All nominations must be accompanied by the names of the proposer and seconder (who must be members of the Club) and a disclosure of the nominee's business and motoring interests.
- (3) Each Management Team member will hold office until the end of the AMM following their appointment and will then be able to offer themselves for re-election unless removed from office by means of a resolution at an EMM.
- (4) The Management Team may fill any vacancy in its numbers by co-option, such co-option shall expire at the end of the immediately following AMM.

3. Management Team members

- (1) There shall be not less than 5 or more than 25 Management Team members of the Club and they shall be elected by vote at the AMM.
- (2) The Management Team shall consist of the Club Chairman, a vice chairman and a finance member and not less than two others.
- (3) Available Management Team positions shall be notified by the Management Team prior to the nomination deadline for the AMM but they must not include more than three positions without portfolio.
- (4) The Chairman to have served on the Management Team, or as an Area Coordinator, for the preceding year before election.
- (5) The Chairman's term to be time limited to three years unless there are no other candidates in which case he can stand for a maximum of a further two years.
- (6) All nominated Management Team members to supply a Disclosure and Barring Service check (DBS) or similar disclosure check.
- (7) Notice of available Management Team positions may be accompanied by a reasonably detailed job description of the role concerned.

4. Termination of Management Team members' appointment

A person ceases to be a Management Team member as soon as

- (1) that person's term of office has expired.
- (2) that person ceases to be a member of the Club.

5. Management Team members' remuneration

Management Team members may not receive remuneration from the club for their services as Management Team members.

However, if the need arises to remunerate a Management Team member for professional/specialist skills, this the Club may pay, such remuneration will be declared to members at the following AMM together with the amount of such remuneration.

6. Management Team members' expenses

The club may pay any reasonable expenses which the Management Team members properly incur in the performance of their duties. These expenses will be declared for each Management Team member in an itemised format (cost & reason) at the following AMM.

MEMBERS

7. Applications for membership

- (1) Membership of the Club is open to anyone of 18 years of age and over. Anyone who would otherwise be a member but who is over 12 but under 18 years of age, shall be a family member until they shall attain the age of 18 years. A member between the ages of 18 and 29 shall be a Youth member.
- (2) Any candidate who has completed an application for membership of the TR Register Car Club in a form approved by the Management Team, and whose annual subscription to the TR Register Car Club has been paid shall become a provisional member of the Club.

(3) Provisional membership shall only hold good until the next Management Team meeting where all nominations for membership will be considered by the Management Team, and the election of such candidates shall be at the discretion of the Management Team. At such meeting the individual's application for Membership will be considered and either terminated or ratified and thereafter if it is ratified then the member will be entered on the list of members of the Club or as a Youth member as the case may be.

(4) At a Members Meeting the members may elect (provided they have the consent of the person being proposed) as honorary members all members of Royal families and any persons distinguished for their scientific, literary, industrial or administrative capacities, or who have been distinguished in promoting the cause of motoring in general by vote. Honorary members shall be treated in all respects as members, save that their annual subscriptions shall be waived, but are not entitled to vote nor may they stand for any office unless they are also members or deemed by the Management Team to be members.

(5) Family members will be accepted on payment of the applicable current annual subscription but must be the spouse or partner or sibling under the age of 18, or offspring under the age of 18 of a member living at the same address for whom the annual subscription has been paid. Family members over 18 years old are entitled to vote and stand for office.

(6) Members shall have one vote each.

(7) Annual subscriptions shall be fixed by the members in a Members Meeting.

8. Honorary President and Vice Presidents

(1) An Honorary President of the Club may be nominated by the Management Team and elected by a vote at an Annual Members Meeting to hold office for a period of three years, until the end of the Annual Members Meeting following the third year. By mutual agreement between the Honorary President and the Management Team the Honorary President may hold office for a further three year period without standing for re-election.

At the end of the second period of office the Honorary President must stand for re-election by the members at the Annual Members Meeting. The period of notice for nomination as Honorary President shall be 30 days from the date of receipt of nomination to expire on the day before the Annual Members Meeting. The nomination from the Management Team must be accompanied by a statement of disclosure stating the nominee's business and motoring interests.

(2) Honorary Vice Presidents of the Club may be nominated by the Management Team for exceptional service and proposed for election at the AMM to hold office for life.

(3) These Honorary Officers need not be members of the Club and may not be a Management Team member.

9. Termination of membership

(1) A member may terminate their membership of the Club by giving 7 days' notice to the Club in writing.

(2) Membership is not transferable.

(3) Any member who has not paid their subscription within two clear months of the date on which it becomes due shall be notified of the fact, and any member who still fails to pay their subscription after one more month shall cease to be a member.

(4) A person's membership terminates when that person dies.

(5) The Management Team has the power to expel members under the following conditions.

- (a) If a member has been reported to a Management Team member to be acting in a way harmful to the interests of the Club, then, if the reports are considered to be of substance, the Management Team will call for an independent and confidential review by three independent members who will examine the issue from all aspects, compile a report and make a recommendation to the Management Team.

- (b) If the recommendation of the review is for suspension or expulsion, the member will be given at least 14 clear days of notice that such a resolution is to be proposed, specifying the allegations and given a copy of the review report, in confidence.
- (c) The member will then be given reasonable opportunity of being heard by, or of making written representations to the Management Team.
- (d) The final decision, (based upon the recommendation but reflecting the member's representations) will be made at a Management Team meeting which must have at least half of the total serving Management Team members present.

ORGANISATION OF MEMBERS MEETINGS

10. Annual Members Meeting (AMM)

- (1) An AMM of the club shall take place in each calendar year upon a date and at a time and using a digital platform or venue to be fixed by the Management Team and all members shall receive written notice of such meeting.
- (2) A person is able to exercise the right to speak at a Members Meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which that person has on the business of the meeting.
- (3) A person is able to exercise the right to vote at a Members Meeting when:
 - (a) that person is able to vote, during the meeting, on resolutions put to the vote at the meeting,
 - and
 - (b) that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting.
- (4) The Management Team may make whatever arrangements they consider appropriate to enable those attending a Members Meeting to exercise their rights to speak or vote at it.
- (5) In determining attendance at a Members Meeting, it is immaterial whether any two or more members attending it are in the same place as each other.
- (6) Two or more persons who are not in the same place as each other attend a Members Meeting if their circumstances are such that if they have (or were to have) rights to speak and vote at that Meeting, they are (or would be) able to exercise them.
- (7) Such AMM shall:
 - (a) Receive from the Management Team a full statement of accounts duly reviewed showing the receipts and expenditure for the financial year ending of the same calendar year as the date of the AMM and such accounts shall have been published in writing and been available to be seen by Members on the website of the Club at least 30 days prior to the meeting.
 - (b) Receive from the Management Team a report of the activities of the club during the said year and up to a date not more than 3 months preceding the Meeting.
 - (c) Elect by a vote the Management Team members of the club.
 - (d) Appoint an independent reviewer of the accounts.
 - (e) Consider and vote upon any resolution which may be duly submitted to the meeting as hereinafter provided.

11. Extraordinary Members Meeting

The percentage of members who may convene an EMM shall be 20% or not less than 50 members (whichever is the less)

12. Notice of Meetings

(1) At least 21 days' notice of all Members Meetings shall be given. The notice shall state the main purposes of the Meeting and must contain the full text of any resolutions.

(2) Any resolution or matter to be discussed must be submitted in writing to the Club at least 30 days from the date of receipt to expire on the day before the AMM and be signed by at least two members

(3) The agenda for all Members Meetings shall be available at the office of the Club and on the Club website at least 7 days prior to the meeting.

13. Quorum for Members Meetings

A quorum shall consist of fifty members present at the meeting.

14. Chairing Members Meetings

(1) The Club Chairman shall chair Members Meetings

(2) If there is no Club Chairman, or if the Club Chairman is unwilling to chair the meeting or is not present within ten minutes of the time at which a Meeting was due to start, the Meeting must first appoint a member to chair the meeting

(3) The Club Chairman or the member appointed to be Chairman shall not have a vote other than a casting vote.

15. Voting at Members Meetings

(1) A simple majority of votes shall decide all resolutions, except on a change of this Policy which shall require a majority of 75% in favour.

(2) A resolution put to the vote of a Members Meeting must be decided on a show of hands unless a poll is duly demanded in accordance with the Model Articles.

(3) At the commencement of the Meeting the Chairman shall ask if there is any other business to be discussed. Any matter may be proposed by any 2 members present. There shall be no voting permitted on any business so discussed and such discussions will only take place if there is sufficient time remaining.

16. Right to inspect accounts and other records

Any member of the Club shall be entitled to inspect the books and records of the Club at the Club address during normal business hours by giving seven days' notice in writing.

GENERAL

17. Motorsport

(1) All motor competition promoted by the Club to be held the United Kingdom shall be held under the General Competition Rules of Motorsport UK.

(2) Overseas members promoting any motor competition must ensure that they comply with any National or Local Rules applicable within the country that the competition is to take place.

18. Availability of this policy

A prospective member may be furnished with a full copy of this Policy prior to his/her application for membership. A full copy of this Policy shall appear on the website of the club.